

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEBRASKA**

IN THE MATTER OF:

CASE NO. 13-40411

GREAT PLATTE RIVER ROAD
MEMORIAL FOUNDATION,

CHAPTER 11

Debtor.

**MOTION REQUESTING AUTHORITY
TO INCUR UNSECURED DEBT
ALLOWABLE UNDER BANKRUPTCY
CODE SECTION 503(B) AS AN
ADMINISTRATIVE EXPENSE**

COMES NOW the Great Platte River Road Memorial Foundation, Debtor and Debtor-in-Possession and, pursuant to 11 U.S.C. § 364, moves this Court for an Order authorizing Debtor to incur post-petition debt allowable as an administrative expense under Section 503(b) of the Bankruptcy Code. In support of this Motion, Debtor states as follows:

JURISDICTION

1. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This Motion's consideration constitutes a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

BACKGROUND

2. Debtor commenced this Chapter 11 Case by filing its Voluntary Petition on March 6, 2013. Debtor continues in possession of its property and continues to operate and manage its business as Debtor-in-Possession pursuant to 28 U.S.C. §§ 1107(a) and 1108.

3. Debtor is a non-profit corporation. This Court has not appointed a Trustee or examiner in this reorganization case.

4. Debtor operates what is sometimes referred to as the "Kearney Arch" which spans U.S. Interstate 80 outside of Kearney. Debtor provides tourism services, educational services and community services concerning U.S. History, local history and culture and related matters.

5. The Debtor's revenues for a given period are typically less than its operating costs. It is therefore necessary for the Debtor to supplement its cash flow so that it can timely meet its ongoing obligations.

6. Five Points Bank has agreed to loan Debtor money for the financing of Debtor's day-to-day operations, with a term note due in January of 2014, at approximately 6% interest. The Kearney Visitors Bureau, Inc. has agreed to guaranty the debt. Debtor will not provide collateral to secure the Agreement. Five Points Bank seeks an administrative priority claim in this case for any outstanding amount of the loan.

7. The Debtor seeks permission to incur up to \$100,000.00, or such lesser amount as Five Point Bank may lend, in order for Debtor to meet its operational expenses and to pay a portion of its attorney fees in this case.

8. Debtor believes that the terms of the expected loan are fair and reasonable. Without funding, the Debtor would be forced to cease operations.

REQUESTED RELIEF

WHEREFORE, Debtor prays that this Court enter an Order authorizing Debtor to incur unsecured debt as outlined above which debt will be allowable as an administrative expense under Section 503(b)(1) of the Bankruptcy Code.

Dated this 6th day of March, 2013

GREAT PLATTE RIVER ROAD MEMORIAL
FOUNDATION, Debtor,

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